

PEARSON

PEARSON PLC

80 STRAND
LONDON WC2R 0RL
TELEPHONE +44 20 7010 2000
FACSIMILE +44 20 7010 6060
www.pearson.com

11 April 2006

RNS

The London Stock Exchange
Old Broad Street
London
EC2N 1HP

AVS No: 144632

Dear Sirs

Notification of Change in Interest in Shares

We write in accordance with rule 9.12, under the continuing obligations section of the Listing Rules, to notify you that on 10 April 2006 we received information that, pursuant to section 198 of the Companies Act 1985, the shareholding of The Capital Group Companies, Inc., which equals 43,312,322 shares, now represents 5.384% of the issued ordinary share capital of Pearson plc.

The registered holders of the shares are listed on the schedule attached to this fax.

Yours faithfully



Jennifer Burton
Assistant Company Secretary

198/901

To: Pearson plc
80 Strand
London WC2R 0RL, UK

Date: 6 April 2006

SECTION 198 NOTIFICATION
Notification of Decrease

This Notice is given by The Capital Group Companies, Inc. on behalf of its affiliates, including Capital Research and Management Company, Capital International S.A., Capital International, Inc., Capital International Limited, and Capital Guardian Trust Company, pursuant to Section 198 of the Companies Act 1985.

The interest in the relevant share capital indicated below arises by virtue of holdings attributed to the Companies (see Schedule A). These holdings form part of funds managed on behalf of investment clients by the Companies.

Share capital to which this relates:

Ordinary Shares (804,498,954 shares outstanding)

Number of shares in which the Companies have an interest:

43,312,322

Name(s) of registered holder(s):

See Schedule B

As of 6 April 2006

Pearson plc

<u>Number of</u>	<u>Percent of</u>
<u>Shares</u>	<u>Outstanding</u>
43,312,322	5.384%

The Capital Group Companies, Inc. ("CG") holdings**Holdings by CG Management Companies and Funds:**

• Capital Guardian Trust Company	15,456,916	1.921%
• Capital International Limited	7,123,505	0.885%
• Capital International S.A.	2,116,668	0.263%
• Capital International, Inc.	864,961	0.108%
• Capital Research and Management Company	17,750,272	2.206%

Schedule A

Schedule of holdings in Pearson plc
As of 6 April 2006

Capital Guardian Trust Company

<u>Registered Name</u>	<u>Local Shares</u>
State Street Nominees Limited Canary Wharf 27th Floor, 1 Canada Square London E14 5AF UK	1,865,258
Bank of New York Nominees Bank of New York 3 Birchln Lane London EC3V 9BY UK	650,103
Northern Trust c/o NorTrust Nominees Limited 155 Bishopsgate London EC2M 3XS UK	149,100
Chase Manhattan Bank Australia Limited Level 36 World Trade Centre Jamison Street Sydney, NSW 2000 Australia Australia	1,300
Chase Nominees Limited Woolgate House Coleman Street London EC2P 2HD UK	6,957,663
BT Globenet Nominees Ltd. 1 Appold Street Broadgate London EC2A 2HE UK	275,635
Midland Bank plc 5 Laurence Poutney Hill EC4R 0E, United Kingdom	1,137,585
Cede & Co. 55 Water Street New York, NY 10006	113,300

Deutsche Bank Mannheim

900

Bankers Trust
59 1/2 Southmark Street
2nd Floor
London SE1 0HH
UK

554,700

Barclays Bank
Barclays Global Securities Services
8 Angel Court
London EC2R 7HT
UK

13,200

Royal Trust

10,800

Brown Bros.
One Mellon Bank Center
Pittsburgh, PA 15258

17,893

Northtrust Nominees
155 Bishopsgate
London EC2M 3XS
United Kingdom

2,539,498

MSS Nominees Limited
Midland Bank plc
Mariner House, Pepys
London EC3N 4DA

27,100

State Street Bank & Trust Co.

16,900

Citibank NA
Toronto

21,500

Deutsche Bank AG 23 Great Winchester Street London EC2P 2AX United Kingdom	1,600
HSBC Bank plc Securities Services, Mariner House Peyps Street London EC3N 4DA	100
Mellon Bank N.A. London Branch London United Kingdom	76,800
ROY Nominees Limited 71N Queen Victoria Street London EC4V 4DE United Kingdom	15,900
Mellon Nominees (UK) Limited 150 Buchanan Street Glasgow G1 2DY United Kingdom	427,614
Bank One London	1,100
HSBC 2 Leboh Ampang 50100 Kuala Lumpur, Malaysia	18,400
JP Morgan Chase Bank	562,967

TOTAL 15,456,916

Capital International Limited

<u>Registered Name</u>	<u>Local Shares</u>
State Street Nominees Limited Canary Wharf 27th Floor, 1 Canada Square London E14 5AF UK	189,262
Bank of New York Nominees Bank of New York 3 Birchin Lane London EC3V 9BY UK	1,178,631
Northern Trust c/o NorTrust Nominees Limited 155 Bishopsgate London EC2M 3XS UK	874,938
Chase Nominees Limited Woolgate House Coleman Street London EC2P 2HD UK	1,640,029
Midland Bank plc 5 Laurence Poutney Hill EC4R 0E, United Kingdom	86,500
Bankers Trust 59 1/2 Southmark Street 2nd Floor London SE1 0HH UK	98,200
Barclays Bank Barclays Global Securities Services 8 Angel Court London EC2R 7HT UK	70,500
Morgan Guaranty 83 Pall Mall London SW1Y 5ES UK	86,900

Northtrust Nominees 155 Bishopsgate London EC2M 3XS United Kingdom	810,844
MSS Nominees Limited Midland Bank plc Mariner House, Pepys London EC3N 4DA	70,700
State Street Bank & Trust Co.	455,210
Lloyds Bank Central Settlement Section Branches Stock Office 34 Threadneedle Street London EC2R 8AZ	39,800
Deutsche Bank AG 23 Great Winchester Street London EC2P 2AX United Kingdom	65,400
Chase Manhattan Nominee Ltd. Australia	65,100
HSBC Bank plc Securities Services, Mariner House Pepys Street London EC3N 4DA	407,200
Mellon Bank N.A. London Branch London United Kingdom	74,300
KAS UK Kass Associate P.O Box 178 1000 AD Amsterdam	62,725

Bank One London	125,900
HSBC 2 Leboh Ampang 50100 Kuala Lumpur, Malaysia	5,100
JP Morgan Chase Bank	72,900
Raiffeisen Zentral Bank AM Stadpark 9 1030 Vienna Austria	474,600
Fortis Bank	14,900
Metzler Seel Sohn & Co.	50,600
Nordea Bank DNK Copenhagen V DK 1785	82,066
Bayerische Hypo Und Vereinsbank AG	21,200
TOTAL	7,123,505

Capital International S.A.

<u>Registered Name</u>	<u>Local Shares</u>
State Street Nominees Limited Canary Wharf 27th Floor, 1 Canada Square London E14 5AF UK	16,036
Bank of New York Nominees Bank of New York 3 Birchln Lane London EC3V 9BY UK	4,800
Chase Nominees Limited Woodgate House Coleman Street London EC2P 2HD UK	416,061
Midland Bank plc 5 Laurence Poutney Hill EC4R 0E, United Kingdom	59,300
Barclays Bank Barclays Global Securities Services 8 Angel Court London EC2R 7HT UK	12,800
Pictet & Cie, Geneva	44,955
Nortrust Nominees 155 Bishopsgate London EC2M 3XS United Kingdom	13,800
Morgan Stanley	13,300

J.P. Morgan

1,057,983

State Street Bank & Trust Co.

25,852

Lloyds Bank
Central Settlement Section
Branches Stock Office
34 Threadneedle Street
London EC2R 8AZ

24,800

HSBC Bank plc
Securities Services, Mariner House
Peeps Street
London EC3N 4DA

248,300

Lombard Odier Et Cie, Geneva
Geneva, Switzerland

148,181

Metzler Seel Sohn & Co.

16,700

Credit Suisse, Zurich
Uetliberstrasse 231
Postfach 800
8070 Zurich

13,800

TOTAL

2,116,668

Capital International, Inc.

<u>Registered Name</u>	<u>Local Shares</u>
State Street Nominees Limited Canary Wharf 27th Floor, 1 Canada Square London E14 5AF UK	175,353
Bank of New York Nominees Bank of New York 3 Birchin Lane London EC3V 9BY UK	166,168
Chase Nominees Limited Woodgate House Coleman Street London EC2P 2HD UK	86,700
Midland Bank plc 5 Laurence Poutney Hill EC4R 0E, United Kingdom	17,100
Bankers Trust 59 1/2 Southmark Street 2nd Floor London SE1 0HH UK	7,700
Nortrust Nominees 155 Bishopsgate London EC2M 3XS United Kingdom	153,557
State Street Bank & Trust Co.	173,596
Citibank NA Toronto	57,987

HSBC Bank plc
Securities Services, Mariner House
Pepys Street
London EC3N 4DA

26,800

TOTAL

864,961

Capital Research and Management Company**Registered Name****Local Shares**

State Street Nominees Limited
Canary Wharf
27th Floor, 1 Canada Square
London E14 5AF
UK

750,000

Chase Nominees Limited
Woolgate House
Coleman Street
London EC2P 2HD
UK

17,000,272

TOTAL**17,750,272**

TOTAL